INSTRUMENT PREPARED BY VIRGINIA GAS AND OIL BOARD ORDER RECORDED UNDER CODE OF VIRGINIA SECTION 45.1-361.26

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

SUPPLEMENTAL ORDER REGARDING DOCKET NO. VGOB 07/10/16-2050-01 ELECTIONS, UNIT: BU-42 (VCI-538606 / VC-536593)

(hereinafter "Subject Drilling Unit")

TAX MAP IDENTIFICATION NUMBERS

TAX MAP IDENTIFICATION NUMBERS FOR ALL PARCELS AFFECTED BY THIS ORDER ARE SHOWN ON EXHIBIT (S) B. B-3 & E. WHICH IS/ARE ATTACHED TO AND A PART OF THIS ORDER.

REPORT OF BOARD

FINDINGS AND ORDER

1. This Supplemental Order is entered by the Board sug sponte in the form authorized by the Board at its hearing held at 9:00 a.m. on October 20, 1992, Board of Supervisors Room, Courthouse, Grundy, Virginia, and pursuant to authority granted to the Board's Chairman at the hearing of the Virginia Gas and Oil Board on June 16, 1992, at 9:00 a.m. at the Rhododendron Restaurant at the Breaks Interstate Park, Breaks, Virginia; and this Supplemental Order is being recorded for the purpose of (1) complying with the requirement of the Virginia Gas and Oil Board Regulations, 4 VAC 25-160.70C by supplementing the Order previously issued by the Board for subject Docket on March 23, 2016 and recorded in Deed Book 535, Page 843 in the Office of the Clerk of Circuit Court, Dickenson County, Virginia on April 28, 2016, (herein "Board Order") to complete the record regarding elections. The Board Order re-pooled all interest in Subject Drilling Unit including those of the Respondents more particularly set forth and identified by the Designated Operator in the affidavits attached hereto and made a part hereof. The Board finds it has jurisdiction over the subject matter pursuant to the provisions of the Virginia Gas and Oil Act, § 45,1-361.1 et seq., Virginia Code, 1950 as amended.

2. Findings: The Board finds that:

- (a) The Board Order directed EnerVest Operating LLC, (herein the Designated Operator"), to mail copies of the Board Order to all respondents whose interest, if any, were pooled by said Board Order;
- (b) The designated operator filed its affidavit of mailing dated May 3, 2016, disclosing that it had mailed a correct copy of the Board's Order to all Respondents whose interest, if any, were re-pooled by said Board Order;
- (c) The Board Order required each Respondent whose interest, if any, were repooled by the terms of said Board Order to make his or her election within thirty

(30) days after the date of mailing or recording, as applicable, of said Order; the Designated Operator has filed its affidavit dated June 17, 2016, in accordance with § 7.C of the Virginia Gas and Oil Board Regulations and 4 VAC 25-160.70C (herein "Affidavit of Election"), wherein it has, for each Respondent whose interest, if any, were re-pooled by said Board Order, stated: (i) whether each Respondent has made or failed to make a timely election; (ii) the nature of the election made, if any; (iii) whether, by reason of a failure to elect or to timely elect one or more Respondents are deemed, under the terms of the Board's Order, to have leased all their rights, title, interest, estates and claims in Subject Drilling Unit to the Designated Operator;

- (d) The Board Order further required the Designated Operator, after expiration of the election period, to file with the Board a statement of the interests subject to escrow under the terms and provisions of the Board Order, in light of the elections made or deemed to have been made (herein "Statement of Interests"); that the Designated Operator furnished said Statement of Interests as part of its Affidavit of Election. A copy of which is attached hereto as Exhibit B;
- (e) Current Board standards requiring the escrow of funds and the Board's agreement with its Escrow Agent, First Bank & Trust Company, 38 E Valley Drive, Bristol, Virginia 24201 (276) 466-9222, Attn: Jody Maney, or any successor named by the Board, require the entry of a Supplemental Order establishing of record the elections made or deemed to have been made and specifying the sums or percentage thereof subject to escrow. Current Board escrow standards were made applicable to Subject Drilling Unit by a Board Order dated December 23, 1992.
- 3. Order: By this Order, the Board orders the Designated Operator to tender, consistent with and in accordance with the findings set forth at paragraph 2 above and the annexed Affidavits, any funds subject to escrow and instructs the Escrow Agent, First Bank & Trust Company, 38 E Valley Drive, Bristol, Virginia 24201 (276) 466-9222, Attn: Jody Maney, or any successor named by the Board to establish interest-bearing escrow account(s), IRS Tax Identification Number 54-1629506, in accordance with the information set forth in said affidavits to receive such funds and account to the Board therefore.
- 4. Mailing of Order and Filing of Affidavit: The Designated Operator under the captioned Order or its Attorney shall file an affidavit with the Secretary of the Board within ten (10) days after the date of receipt of this Order stating that a true and correct copy of this Order was mailed to each person whose interest or claim is subject to escrow and whose address is known.
- Conclusion: Therefore, the findings and all terms and provisions set forth above be and hereby are granted and IT IS SO ORDERED.
- 6. Effective Date: This Order shall be effective on the date of its execution.

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

IN RE: Application of EnerVest Operating LLC, for Forced Re-Pooling of Interests in Unit Number BVU-42 (VCI-538606 / VC-536593) VGOB Docket No. VGOB-07/10/16-2050-01 in the Kenady Magisterial District of Dickenson County, Virginia.

AFFIDAVIT OF WILHOIT & KAISER, Attorneys-at-Law, Agents for the Designated Operator REGARDING ELECTIONS, ESCROW ACCOUNTS AND SUPPLEMENTAL ORDER

James E. Kaiser (herein Affiant), being first duly sworn on oath, deposes and says:

- 1. That the Affiant is an attorney in the law firm of WILHOIT & KAISER, the Agent for the Designated Operator, with offices located at 220 Broad Street, Kingsport, Tennessee 37660, and is authorized to give this Affidavit in its behalf;
- That the Order entered on March 23, 2016, by the Virginia Gas and Oil Board regarding the captioned coalbed methane Unit required the Applicant to mail a true and correct copy of said Order to each person pooled by said Order;
- 3. That within seven (7) days of the receipt of an executed copy of the Order referred to at Paragraph 2. above, the Affiant was directed to cause a true and correct copy of said Order to be mailed via the United States Postal Service to each Respondent named in the captioned Application, whose address was known, and to all persons, if any, who are added as Respondents at the hearing held in the captioned matter;
- 4. That the Order of the Virginia Gas and Oil Board in the captioned matter required all persons re-pooled thereby to tender their written elections to the Unit Operator within thirty (30) days of the date said Order was recorded in the county above named; that said Order was recorded on April 28, 2016.
- 5. That the Designated Operator, by and through their agent, Wilhoit & Kaiser, Attorneys-at-Law, have established procedures to review all mail received and all written documents received by means other than by mail to ascertain whether parties whose interest have been re-pooled have made a written election, in a timely fashion, as required by the captioned Order; that said procedures were followed to identify the elections, if any, made with regard to Subject Unit; that the following persons delivered, by mail or otherwise, written elections to the Unit Operator, within the thirty day election periods:

None

6. That the interest and/or claims of the following persons (who made timely elections, or who are deemed under the terms of the Board's Order to have leased, or who, subsequent to the pooling hearing held in the captioned matter, have leased or otherwise entered into an agreement with the Designated Operator) are subject to escrow as either unknown claiments or conflicting claiments under the Board's Order pooling the captioned Unit, Board Regulations and the Code of Virginia; that opposite the name of each person named as a Respondent listed below is set forth:

See Exhibit E

7. That after the pooling hearing held in the captioned matter, the following persons have leased or entered into a voluntary agreement with the Designated Operator with regard to their interest and/or claims.

None

8. That the following persons have not made a timely election and have failed to enter into an agreement with the Designated Operator and their respective interests shall be deemed to have leased pursuant to and in accordance with paragraph 10 of the Order.

See Exhibit B-3

That pursuant to the provision of 4VAC 25-160.70C annexed hereto and incorporated herein is a proposed supplemental order to be entered to complete the record regarding elections; that said annexed supplemental order sets forth that the services of the Escrow Agent are required in this matter pursuant to the terms of §§ 45.1-361.21.D.

DR 537 PG427

DONE AND EXECUTED this 24 day of June, 2016 by a majority of the Virginia Gas and Oil Board.

Chairman, Bradley C. Lambert

DONE AND PERFORMED this 24 day of June, 2016 by Order of the Virginia Gas and Oil Board.

Rick Cooper

Principal Executive to the staff, Virginia Gas and Oil Board

Rick Cooper

COMMONWEALTH OF VIRGINIA COUNTY OF RUSSELL

Acknowledged on this 24h day of June, 206, personally before me a notary public in and for the Commonwealth of Virginia, appeared Bradley C. Lambert, being duly sworn did depose and say that he is the Chairman of the Virginia Gas and Oil Board and Rick Cooper, being duly sworn did depose and say that he is Principal Executive to the staff of the Virginia Gas and Oil Board, that they executed the same and was authorized to do so.

> NOTA NOTA Sarah Jessee Gilmer, Notary Public

262946

My Commission expires: July 31, 2017

EXHIBIT PL-1

Property Ownership Information for EPCO Well # VC-536593 & VCI-538606

1

LEASE NO. 905889L/TL-228
ELJAH RABNICK T-88
171.31 ACRES
ANTÍNCO, OIL, & gas
ELJIAH RABNICK T-80
217.015 ACRES
6081
STANDARD BANNER GOAL CORP.SMITHOS, cost, oil, gas & com
WELLBORE ENERGY COMPANY, LLC.- cost inssee
GAS 80.62 AG. 52.10 %



LEASE NO. 906589L/TL-223
ELMAH RASHICK T-90
217.015 ACRES
STANDARD BANNER COAL CORP.- cool (cbm)
WELLMORE ENERGY COMPANY, LLC.- coal leases
UNLEASED
BRIGHT O. McCOY, et al.
8.831 ACRES
Barfaco, ol & gas (cbm)
GAS 0.42 AC. 0.71%

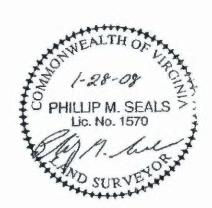


LEASE NO. 908889L/TL-223
ELLIAH RASNICK T-89
187.19 ACRES
STANDARD BANNER COAL CORP.— coal (cher)
WELLMORE ENERGY COMPANY, LLC.— coal (assection leased)
INTERSTATE NATURAL GAS COMPANY
P/O 43.09 ACRES
88 8 984 (chrs)
GAS 2.84 AC. 4.83 %



LEASE NO. 806888L/TL-228

1N. T. GODELGE T-99
1005.90 ACRES
STANDARD BANNER COAL CORP.EMFISCO, COM, 60, 988 & other
WELLMORE EMERGY COMPANY, LLC.- coal leases
GAS 24.69 AC. 42.36%



<u>TR</u>	LESSOR	LEASE STATUS	INTEREST WITHIN UNIT	GROSS ACREAGE IN UNIT
		Gas Estate Only		
1 Tax ID 11636	Standard Banner Coal Corporation c/o Mike Clisso P.O. Drawer 750 Wise, VA. 24293	Leased 906889/TL-223	52.10000000%	30.62000000
	Tract 1 Totals		52.10000000%	30.62000000
2 Tax ID	Interstate Natural Gas Company P.O. Box 3385	Deemed Leased	4.83000000%	2.84000000
5963	Pikeville, KY 41502 Tract 2 Totals		4.83000000%	2.84000000
3	Dwight D. McCoy & Bonnetta McCoy, h/w	Leased	0.18933286%	0.11199972
Tax ID 6446	14232 Marshalls Retreat Road Saint Paul, VA 24283			
	Norma McCoy McGill Heirs Kimberly Kay Pharris 867 Idlewild Drive Madison, TN 37115	Leased	0.02366643%	0.01399986
	Alice Kay McCoy Garrett, single 100 Kingston Road Blountville, TN 37617	Leased	0.02366643%	0.01399986
	Harold G. & Barbara A, McCoy Heirs; Valerie Lisa McCoy 662 Cold Springs Road Nora, VA 24272	Leased	0.00473329%	0.00279997
	Sharon Bryant 260 Old Stage Trail Bristol, TN 37620	Leased	0.00473329%	0.00279997
	Deborah R. Nelson 61 Tulip Grove Circle #3 Bristol, TN 37620	Leased	0.00473329%	0.00279997
	Daphne Booher 21147 Lynn Street Bristol, VA 24202	Leased	0.00473329%	0.00279997

TR	LESSOR	LEASE STATUS	INTEREST WITHIN <u>UNIT</u>	GROSS ACREAGE IN UNIT
3 Tax ID 6446	Harold Gene McCoy, Jr 1900 Southside Ave, Lot 8 Bristol, TN 37620	Leased	0.00473329%	0.00279997
0440	Joreen Hammons, widow 5707 W. Kosslers Crossing Fredericksburg,VA 22407	Leased 907129	0.02366643%	0.01399986
	Charles Kenneth McCoy & Patricia A. McCoy, h/w 847 Cold Springs Road Nora, VA 24272	Leased	0.01775000%	0.01050000
	Laura Gerlene McCoy Taylor 21014 Lovers Lane Bristol, VA 24202-4228	Leased	0.01775000%	0.01050000
	Barbara McCoy Herring Heir: James P. Herring and Debra A. Herring, H/W 1431 E. State St. Lot #6 Bristol, TN 37620	Unleased	0.01775000%	0.01050000
	Danny Kermit McCoy Heir: Laura Elswick 546 C.M. Circle Nora, VA 24272	Leased	0.01775000%	0.01050000
	Cassie Carlotta McCoy Walker Heir: Pam Walker Day 1240 Flatwood Road NW Ramsey, IND 47166	Leased	0.01775000%	0.01050000
	Shalor Columbus McCoy UNKNOWN	Unleased	0.01775000%	0.01050000
	Arthur Jerry McCoy Hoirs Kimberly McCoy King 8028 Hadfield Court Pasadena, MD 21122	Leased	0.00295833%	0.00175000
	Crystal Ann McCoy Williams 32628 Roxana Road Frankford, DE 19945	Leased	0.00295833%	0.00175000
	Melinda McCoy Atkinson 8200 Dogwood Drive Baltimore, MD 21222	Leased	0.00295833%	0.00175000

IR	LESSOR	LEASE STATUS	INTEREST WITHIN <u>UNIT</u>	GROSS ACREAGE IN UNIT
8053 G	ih McCoy Fried irayhaven Road ore, MD 21222	Leased	0.00295833%	0.00175000
	Krohn ivision Street ille, IN 47711	Leased	0.00295833%	0.00175000
Nichola 2814 B	s Krohn Street ille, IN 47712	Leased	0.00295833%	0.00175000
Ferrell D Leann Ro P.O. Box		Leased	0.00443750%	0.00262500
E. Hawki 157 Edge	Reed Hawkins & Ross ins, w/h ewater Court d, VA 24228	Leased	0.00443750%	0.00262500
P.O. Box	chard Ramey : 1631 d, VA 24228	Leased	0.00443750%	0.00262500
Patterson P.O. Box		Leased	0.00443750%	0.00262500
Teddy I 17905	Grizzel Heirs Ray Grizzel Sorrelwood Court , FL 34219	Unleased	0.03550000%	0.02100000
819 20	r Farrell Grizzel 8th Street ana, MD 21122	Leased	0.03550000%	0.02100000
701 Sc	Darrell Grizzel humaker Lane ry, MD 21804	Unleased	0.03550000%	0.02100000
318 Cre	Brownlow Grizzel esswell Road nn, MD 21225	Unleased	0.03550000%	0.02100000
Paul J. Po UNKNOW		Unleased	0.03550000%	0.02100000

	LESSOR	LEASE STATUS	INTEREST WITHIN <u>UNIT</u>	GROSS ACREAGE IN UNIT
D	Anthony Paul Pounders UNKNOWN	Unleased	0.10650000%	0.06300000
5	Tract 3 Totals		0.71000000%	0.42000000
	Standard Banner Coal Corporation c/o Mike Clisso	Leased 906889/TL-223	42.36000000%	24.89000000
	P.O. Drawer 750 Wise, VA. 24293			
	Tract 4 Totals		42.36000000%	24.89000000
	TOTAL GAS ESTATE		100.00000000%	58.77000000
	Percentage of Unit Leased Percentage of Unit Unleased		99.7160% 0.2840%	
	Acreage in Unit Leased Acreage in Unit Unleased			58.6031 0.1669
		Coal Estate Only		
	Standard Banner Coal Corporation c/o Mike Clisso P.O. Drawer 750	Leased 906889/TL-223	52,10000000%	30.62000000
	Wise, VA. 24293			
	Standard Banner Coal Corporation c/o Mike Clisso	Leased 906889/TL-223	4.83000000%	2.84000000
	P.O. Drawer 750 Wise, VA. 24293			
	Standard Banner Coal Corporation c/o Mike Clisso	Leased 906889/TL-223	0.71000000%	0.42000000
	P.O. Drawer 750 Wise, VA. 24293			
	Standard Banner Coal Corporation c/o Mike Clisso	Leased 906889/TL-223	42.36000000%	24.89000000
	P.O. Drawer 750 Wise, VA. 24293	300000/1L-220		

<u>TR</u>	LESSOR	LEASE STATUS	INTEREST WITHIN <u>UNIT</u>	GROSS ACREAGE IN UNIT
	TOTAL COAL ESTATE		100.00000000%	58.77000000
	Percentage of Unit Leased Percentage of Unit Unleased		100.00000000% 0.00000000%	
	Acreage in Unit Leased Acreage in Unit Unleased			58.77000000 0.00000000

TR	LESSOR	LEASE STATUS	INTEREST WITHIN UNIT	GROSS ACREAGE IN UNIT
		Gas Estate Only		
3 Tax ID 6446	Barbara McCoy Herring Heir: James P. Herring and Debra A. Herring, H/W 1431 E. State St. Lot #6 Bristol, TN 37620	Unleased	0.01775000%	0.01050000
	Shalor Columbus McCoy UNKNOWN	Unleased	0.01775000%	0.01050000
	Brownlow Grizzel Heirs Teddy Ray Grizzel 17905 Sorrelwood Court Parrish, FL 34219	Unleased	0.03550000%	0.02100000
	Jackie Darrell Grizzel 701 Schumaker Lane Salisbury, MD 21804	Unleased	0.03550000%	0.02100000
	David Brownlow Grizzel 318 Cresswell Road Brooklyn, MD 21225	Unleased	0.03550000%	0.02100000
	Paul J. Pounders UNKNOWN	Unleased	0.03550000%	0.02100000
	Anthony Paul Pounders UNKNOWN	Unleased	0.10650000%	0.06300000
	TOTAL		0.28400000%	0.16800000

EXHIBIT "E" VC-536593 & VCI-538606 (Unit BU-42) VGOB-07/10/16-2050 REVISED 6/22/2016

TRACT	LESSOR	LEASE STATUS	INTEREST WITHIN UNIT	GROSS ACREAGE IN UNIT
		Gas Estate Only		
2 Tax ID 5963	Interstate Natural Gas Company P.O. Box 3385 Pikeville, KY 41502	Unleased	4.83000000%	2.84000000
3303	Tract 2 Totals		4.83000000%	2.84000000
3 Tax ID 6446	Dwight D. McCoy & Bonnetta McCoy, h/w 14232 Marshalls Retreat Road Saint Paul, VA 24283	Leased	0.18933286%	0.11199972
	Norma McCoy McGill Heirs Kimberly Kay Pharris 867 Idlewild Drive Madison, TN 37115	Unleased	0.02366643%	0.01399986
	Alice Kay McCoy Garrett, single 100 Kingston Road Blountville, TN 37617	Leased	0.02366643%	0.01399986
	Harold G. & Barbara A. McCoy Heirs: Valerie Lisa McCoy 662 Cold Springs Road Nora, VA 24272	Leased	0.00473329%	0.00279997
	Sharon Bryant 260 Old Stage Trail Bristol, TN 37620	Leased	0.00473329%	0.00279997
	Deborah R. Nelson 61 Tulip Grove Circle #3 Bristol, TN 37620	Leased	0.00473329%	0.00279997
	Daphne Booher 21147 Lynn Street Bristol, VA 24202	Leased	0.00473329%	0.00279997
	Harold Gene McCoy, Jr 1900 Southside Ave, Lot 8	Leased	0.00473329%	0.00279997

Bristol, TN 3762	Bristo	1, 1	IN	37	620)
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Joreen Hammons, widow 5707 W. Kesslers Crossing Fredericksburg,VA 22407	Leased 907129	0.02366643%	0.01399986
Charles Kenneth McCoy & Patricia A. McCoy, h/w 847 Cold Springs Road	Leased	0.01775000%	0.01050000
Nora, VA 24272			
Laura Gerlene McCoy Taylor 21014 Lovers Lane Bristol, VA 24202-4228	Leased	0.01775000%	0.01050000
Darker M.O. Washardta			
Barbara McCoy Herring Heir: James P. Herring and Debra A. Herring, H/W 1431 E. State St. Lot #6 Bristol, TN 37620	Unleased	0.01775000%	0.01050000
Donny Kormit McCoy Hoir			
Danny Kermit McCoy Heir. Laura Elswick 546 C.M. Circle Nora, VA 24272	Leased	0.01775000%	0.01050000
Cassie Carlotta McCoy Walker Heir:			
Pam Walker Day	Leased	0.01775000%	0.01050000
1240 Flatwood Road NW			
Ramsey, IND 47166			
Arthur Jerry McCoy Heirs			
Kimberly McCoy King	Leased	0.00295833%	0.00175000
8028 Hadfield Court			
Pasadena, MD 21122			
Crystal Ann McCoy Williams	Leased	0.00295833%	0.00175000
32628 Roxana Road			
Frankford, DE 19945			
Melinda McCoy Atkinson	Leased	0.00295833%	0.00175000
8200 Dogwood Drive			
Baltimore, MD 21222			
Deborah McCoy Fried	Leased	0.00295833%	0.00175000
8053 Grayhaven Road			
Baltimore, MD 21222			
Jamie Krohn	Leased	0.00295833%	0.00175000
1500 Division Street			
Evansville, IN 47711			

Nicholas Krohn 2814 B Street Evansville, IN 47712		Leased	0.00295833%	0.00175000
Anna Sue McCoy Blevins Heirs: Ferrell Doug Reed & Deirdre Leann Reed, h/w P.O. Box 2007		Leased	0.00443750%	0.00262500
Clintwood, VA 24228				
Carlotta Reed Hawkins & Ross E. Hawkins, w/h 157 Edgewater Court Clintwood, VA 24228	of commercial forms of the com	Leased	0.00443750%	0.00262500
Rita & Richard Ramey P.O. Box 1631 Clintwood, VA 24228		Leased	0.00443750%	0.00262500
Regina Reed Patterson & Ralph Patterson, w/h P.O. Box 2003 Clintwood, VA 24228		Leased	0.00443750%	0.00262500
Brownlow Grizzel Heirs Teddy Ray Grizzel 17905 Sorrelwood Court Parrish, FL 34219	Mindal Inc.	Unleased	0.03550000%	0.02100000
Sammy Farrell Grizzel c/o Lisa Carre 232 Bar Harbor Pasadena, MD 21122	, 1 6 5	Leased	0.03550000%	0.02100000
Jackie Darrell Grizzel 701 Schumaker Lane Salisbury, MD 21804	1	Unleased	0.03550000%	0.02100000
David Brownlow Grizzel 318 Cresswell Road Brooklyn, MD 21225	;	Unleased	0.03550000%	0.02100000
Shalor Columbus McCoy UNKNOWN	6 a 2	Unleased	0.01775000%	0.01050000
Paul J. Pounders <u>UNKNOWN</u>		Unleased	0.03550000%	0.02100000
Anthony Paul Pounders UNKNOWN	1	Unleased	0.10650000%	0.06300000

	Tract 3 Totals		0.7100%	0.41999916
	TOTAL		5.5400%	3.25999916
	Coa	al Estate Only		
		released pursuant HB2	2058	
2	Standard Banner Coal Corporation c/o Mike Clisso	Leased 906889/TL-223	4.8300%	2.8400
	P.O. Drawer 750			
11636	Wise, VA. 24293			
3	Standard Banner Coal Corporation c/o Mike Clisso	Leased 906889/TL-223	0.7100%	0.4200
Tax ID		ine under steele		
1636	Wise, VA. 24293			
	TOTAL COAL ESTATE	•	5.5400%	3.2600

INSTRUMENT #160000766
RECORDED IN THE CLERK'S OFFICE OF
DICKENSON ON
JULY 7: 2016 AT 10:1948

RICHARD W. EDWARDS & CLERK RECORDED BY: CRF